

SULLIVAN, MOUNTJOY, STAINBACK & MILLER PSC
ATTORNEYS AT LAW

February 3, 2011

Ronald M. Sullivan
Jesse T. Mountjoy
Frank Stainback
James M. Miller
Michael A. Fiorella
Allen W. Holbrook
R. Michael Sullivan
Bryan R. Reynolds
Tyson A. Kamuf
Mark W. Starnes
C. Ellsworth Mountjoy
Susan Montalvo-Gesser
Mary L. Moorhouse

Via Federal Express

Mr. Jeff DeRouen
Executive Director
Public Service Commission
211 Sower Boulevard, P.O. Box 615
Frankfort, Kentucky 40602-0615

RECEIVED

FEB 04 2011

PUBLIC SERVICE
COMMISSION

Re: *Big Rivers Electric Corporation Filing of Tariff, and Notice of Tariff
Cancellation*

Dear Mr. DeRouen:

Enclosed on behalf of Big Rivers Electric Corporation ("Big Rivers") are two filings. The purposes of those filings are (i) to file the revised open access transmission tariff ("OATT") approved by the Public Service Commission ("Commission") in its order of March 6, 2009, in Case No. 2007-00455, and (ii) to withdraw that tariff because all Big Rivers transmission service is now being provided pursuant to the Midwest Independent Transmission System Operator, Inc. ("Midwest ISO") Open Access Transmission, Energy and Operating Reserves Markets Tariff ("Midwest ISO OATT").

The Commission approved Big Rivers' revised OATT in its final order in Case No. 2007-00455¹ (the "Unwind Transaction Order"). The version approved was Big Rivers' Application Exhibit 85, which was filed in that case by Big Rivers on October 9, 2008, along with a motion to amend the Application. Big Rivers did not immediately file a copy of the revised and approved OATT after the closing of the "unwind transaction" on July 16, 2009, because at the time the tariff was also the subject of a review by the Federal Energy Regulatory Commission ("FERC") in FERC Docket No. NJ09-3-000. That proceeding has still not concluded, and the Big Rivers revised OATT has not been filed with the Commission until now.

Since the closing of the unwind transaction, Big Rivers has transferred functional control of its transmission system to Midwest Independent Transmission System Operator, Inc. ("Midwest ISO") by fully integrating its transmission facilities with Midwest ISO on December 1, 2010. Big Rivers acted pursuant to authorization

¹ *The Applications of Big Rivers Electric Corporation for: (1) Approval of Wholesale Tariff Additions for Big Rivers Electric Corporation, (2) Approval of Transactions, (3) Approval to Issue Evidences of Indebtedness, and (4) Approval of Amendments to Contracts; and of E.ON U.S., LLC, Western Kentucky Energy Corp. and LG&E Energy Marketing, Inc. for Approval of Transactions, P.S.C. Case No. 2007-00455 (Order Dated March 6, 2009).*

Mr. Jeff DeRouen
February 3, 2011
Page 2

received from the Commission in its order dated November 1, 2010 in P.S.C. Case No. 2010-00043².

Beginning December 1, 2010, transmission services using Big Rivers' transmission facilities have been provided pursuant to the terms of the Midwest ISO OATT. The rates in the Midwest ISO Tariff for Big Rivers' transmission system are the rates that were approved by the Commission in the Unwind Transaction Order. Big Rivers no longer offers any services under its revised OATT, and seeks to cancel and withdraw that tariff. Big Rivers also attaches to this letter for your information two copies of the notice to the FERC of cancellation of the Big Rivers OATT tariff that is filed at the FERC.

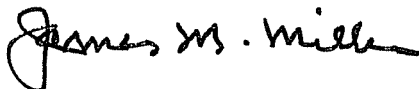
Accordingly, pursuant to KRS 278.180 and 807 KAR 5:011 Sections 6, and 9, and related sections, Big Rivers hereby notifies the Commission of its withdrawal of its revised OATT effective March 7, 2011. Big Rivers elects to follow the procedure specified in 807 KAR 5:011 Section 6(3)(b).

Enclosed for your information in connection with this filing are the following documents:

- Two copies of this cover letter, and four copies of the First Revised and Restated Open Access Transmission Tariff, Sheet Nos. 1 through 186, each showing an effective date of July 17, 2009.
- Two additional copies of this cover letter, and four copies of the First Revised and Restated Open Access Transmission Tariff, Sheet Nos. 1 through 186, each showing an effective date of March 7, 2011, marked to show that the Big Rivers OATT is being withdrawn; and
- Two copies of the Certificate of Notice to the Public of Change in Tariff Where No Increase of Charges Results.

Please let me know if we can provide any further information.

Sincerely yours,



James M. Miller

² *Application of Big Rivers Electric Corporation to Transfer Functional Control of Its Transmission System to Midwest Independent Transmission System Operator, Inc., P.S.C. Case No. 2010-00043.*